Jonathan Zavin (JZ-1846)
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(212) 407-4000
Attorneys for Defendants
FOAM CREATIONS INC. and CROCS, INC.

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK
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                                    :

HOLEY SOLES HOLDINGS LTD.,   :

          Plaintiff,   :

        -against-   : **05-cv-6893 (MBM)(AJP)**

FOAM CREATIONS INC. and CROCS, INC., : **NOTICE OF MOTION**
                                      TO DISMISS FOR LACK OF
                                 : **PERSONAL JURISDICTION, OR IN THE**
         Defendants.   **ALTERNATIVE, TO TRANSFER VENUE**

                                        :

                                      :
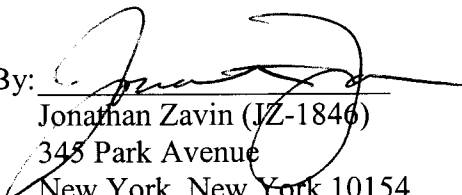-- X

      PLEASE TAKE NOTICE that, upon the complaint, the accompanying declaration

of Erik Rebich, sworn to September 7, 2005, and the exhibits annexed thereto, the accompanying

Declaration of Elizabeth McGoogan Magnuson, the accompanying memorandum of law, and all

other pleadings and proceedings heretofore had herein, defendants Crocs, Inc. ("Crocs") and

Foam Creations Inc. ("Foam Creations"), by their counsel, Loeb & Loeb LLP and Faegre &

Benson LLP, will move this court, before the Honorable Michael B. Mukasey, as soon as

counsel may be heard, at the United States Courthouse located at 500 Pearl Street, Courtroom

21B, New York, New York, for an Order, (1) pursuant to Fed. R. Civ. P. 12(b)(2), dismissing

plaintiff Holey Soles Holdings Ltd.'s Complaint for lack of personal jurisdiction over both Crocs

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and Foam Creations, or, in the alternative, (2) pursuant to 28 U.S.C. § 1404(a), transferring this action to the United States District Court for the District of Colorado in the interests of justice.

PLEASE TAKE FURTHER NOTICE that, pursuant to Local Civil Rule 6.1(b), opposition papers, if any, shall be served within ten (10) business days after service of these moving papers.

Dated: New York, New York
         September 7, 2005

LOEB & LOEB LLP

By: _____
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    New York, New York 10154
    Tel: (212) 407-4000

Of Counsel:

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